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**MANAGEMENT'S DISCUSSION AND ANALYSIS AND
BASIC FINANCIAL STATEMENTS**

JEFFERSON FACILITIES, INC.

Year ended June 30, 2013

Under provisions of state law, this report is a public document. A copy of the report has been submitted to the entity and other appropriate public officials. The report is available for public inspection at the Baton Rouge office of the Legislative Auditor and, where appropriate, at the office of the parish clerk of court.

Release Date MAR 05 2014

JEFFERSON FACILITIES, INC.

**MANAGEMENT'S DISCUSSION AND ANALYSIS AND
BASIC FINANCIAL STATEMENTS**

Year ended June 30, 2013

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VINCENT R. PROTTI, JR., LLC

Certified Public Accountant

Member American Institute Of Certified Public Accountants
The Society of Louisiana CPA's
Government Finance Officers Association

Independent Auditor's Report

Jefferson Facilities, Inc.
230 Huey P. Long Avenue
Gretna, LA 70053

Report on the Financial Statements

I have audited the accompanying financial statement of Jefferson Facilities, Inc. (a nonprofit organization) which comprise the statement of financial position as of June 30, 2013 and the related statement of activities, and changes in net assets, and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

My responsibility is to express an opinion on this financial statement based on my audit. I conducted my audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, I express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Opinion

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Jefferson Facilities, Inc. as of June 30, 2013, and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, I have also issued my report dated December 13, 2013, on my consideration of Jefferson Facilities, Inc.'s internal control over financial reporting and on my tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements. The purpose of that report is to describe the scope of my testing of internal control over financial reporting and compliance and the results of that testing and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards in considering Jefferson Facilities, Inc.'s internal control over financial reporting and compliance.



Vincent R. Protti Jr., LLC
Certified Public Accountant
Gretna, Louisiana
December 13, 2013

**JEFFERSON FACILITIES, INC.
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2013**

The Management's Discussion and Analysis (MD&A) of Jefferson Facilities, Inc.'s (JFI) financial performance provides an overview and objective narrative analysis of JFI's financial activities for the year ended June 30, 2012. Please read it in conjunction with JFI's financial statements.

The MD&A is a required element of the Required Supplementary Information specified in the Governmental Accounting Standards Board (GASB) Statement No. 34, *Basic Financial Statements and Management's Discussion and Analysis for State and Local Governments*, issued in June 1999. Certain comparative information between the current fiscal year and the prior fiscal year is required to be presented in MD&A.

Financial Highlights

- The liability of JFI exceeded its assets by \$7.493 million for fiscal year ending 2013 compared to \$7.722 million in the prior year. This is due to the structure of JFI. JFI and JRI were created by the governing authority of Jefferson Parish. To date JFI has undertaken two projects, the first is the construction and management of a parking garage for Jefferson Parish, and the second is leased land to JRI upon which a parking garage was constructed. JFI entered into a sublease with JRI for this land and agreed to design, build, maintain and operate the parking garage. As such, JRI owns the parking garage. JFI is responsible for the repayment of the bonds issued for the construction of the garage, and Jefferson Parish is the guarantor of the bond issue. Ownership for the parking garage will revert to the Parish upon final payment of the debt obligation.
- Jefferson Parish paid 100% of the debt obligation due in reference to the garage in 2013 and 2012 on behalf of JFI.
- Parking garage operating revenues exceeded expenses from the parking garage by \$22,691 and \$46,896 for 2013 and 2012, respectively.
- The second project JFI entered into is a Cooperative Endeavor Agreement with the State of Louisiana, the Louisiana Department of Economic Development, and Northrop Grumman Ship Systems (NGSS) for the purpose of maintaining employment levels at Avondale Shipyards of NGSS. To facilitate that purpose, the cost of acquiring and installing property and equipment for use by NGSS at its Avondale operations site in Jefferson Parish. These certificates are secured by a pledge of all rights and interests of JFI in, to and under the Cooperative Endeavor

JEFFERSON FACILITIES, INC.
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2013

Agreement. These certificates are special limited obligations of JFI, payable from legally available funds as defined in the Certificates. JFI's source of payments will be funds provided by the State of Louisiana subject to annual appropriation by the State Legislature pursuant to the cooperative Endeavor Agreement. The Legislature of the State of Louisiana is not required to appropriate or provide funds for this purpose. The Certificates do not constitute a political subdivision of the State, and accordingly have not been reported in the financial statements. As of June 30, 2012, the aggregate principal outstanding on these certificates was \$25,245,000.

In connection with this agreement JFI received fees of \$96,000 at the closing and is to receive additional administrative fees of \$36,000 annually beginning October 1, 2005. The final payment is due October 1, 2021. Amounts received under this agreement are reported in the financial statements as non-operating revenues.

Overview of the Financial Statements

This discussion and analysis intended to serve as an introduction to JFI's basic financial statements.

JFI's total assets are \$392,974 and total liabilities are \$7,885,588 which result in unrestricted net deficit of \$7,492,614.

JFI's total operating revenues for the year ended 2013 are \$398,787 of which 99% is derived from parking garage fees compared to \$435,062, of which 86% was also derived from parking garage fees in 2012. The major operating expenses for the year ended 2013 include payroll of \$123,894, insurance of \$65,494, legal fees of \$36,084 and base management fees of \$28,000, compared to payroll of \$151,734, insurance of \$52,523, legal fees of \$31,694 and base management fees of \$60,000 for the year ended 2012.

The non-operating expenses for JFI are related to bond interest expenses for the construction of the parking garage and the culmination of the NGSS Cooperative Endeavor Agreement. The non-operating revenue of \$36,000 consists of administrative fees in connection with the conduct financing arrangement with Northrop Grumman Ship Systems.

Budgetary Highlights

The JFI Board approves a budget prior to the start of the fiscal year. Any amendments to this budget during the fiscal year are voted on by the Board. There were no budget amendments made during fiscal year 2013/2012.

JEFFERSON FACILITIES, INC.
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2013

Long-Term Debt

JFI entered into a loan agreement with the Louisiana Local Government Environmental Facilities and Community Development Authority (LCDA) to finance \$9,315,000 for the design and construction of parking facilities at the Gretna Courthouse Complex, Gretna, Louisiana. This financing involved LCDA issuing 30 year revenue bonds at a yearly fixed rate of 4.55%. These bonds were refinanced on November 15, 2012. At that time, JFI entered into a new long term loan agreement with the Louisiana Local Government Environmental Facilities and Community Development Authority (LCDA) to finance \$7,615,000 for the design and construction of parking facilities at the Gretna Courthouse Complex, Gretna, Louisiana. This financing involved LCDA issuing 18 year revenue bonds at a variable interest rate between 1.000% and 5.000%. The debt service schedule is as follows:

The debt service schedule is as follows:

<u>YEAR</u>	<u>PRINCIPAL</u>	<u>INTEREST</u>	<u>TOTAL DEBT SERVICE</u>
2013	\$ 0	\$ 117,147	\$ 117,147
2014	320,000	230,694	550,694
2015	320,000	224,294	544,294
2016	330,000	217,894	547,894
2017	335,000	211,294	546,294
2018 - 2022	1,820,000	927,050	2,747,050
2023 - 2027	2,130,000	601,625	2,731,625
2028 - 2031	<u>2,000,000</u>	<u>176,262</u>	<u>2,176,262</u>
	<u>\$ 7,255,000</u>	<u>\$ 2,706,260</u>	<u>\$ 9,961,260</u>

Economic Factors and New Year's Budget

The parking garage provides a desperately needed service for the Parish administrative functions as well as the entire judicial function including the District Attorney, the court system, and the correctional functions. Demand for parking spaces is fairly consistent during normal business hours.

The operator and JFI management are charged with finding ways to increase revenues during off-peak times as well as aggressively market and sell contract spaces in the garage. Rising operational costs as insurance, repairs and maintenance are areas for concern. The intent of the financial structure is that JFI would generate enough operational funds to cover its operational expenses.

**JEFFERSON FACILITIES, INC.
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2013**

The operating income was \$22,691 and \$46,896 for the years ended 2013 and 2012, respectively. However, when the operations ultimately end in a deficit position, the Parish will seek approval from the Jefferson Parish Council to appropriate enough funds from its General Fund to cover any operational shortfall. The Parish has provided for an appropriation in its 2013 Budget cover the total debt service obligation on the bonds.

Garage Addition

Jefferson Facilities, Inc. and Jefferson Parish along with a Trustee entered into an Amended Cooperative Agreement for an addition to the Garage and to allow Jefferson Parish to build an Emergency Management Center on the Parking Lot fronting Fourth Street. The end result is that JFI has lost those parking spots on the Fourth Street Lots and those spots next to the Garage but will have a net gain in the available spots due to the addition of the Parking Garage. The Parking Garage addition is being built with revenues from Jefferson Parish at no cost or obligation to JFI.

The Jefferson Parish Council decided to add approximately 300 parking spaces to the existing garage which were completed in 2010. The Parking garage currently has 931 parking spaces available.

Northrop Grumman Ship Systems

JFI entered into a Cooperative Endeavor Agreement with the State of Louisiana, the Louisiana Department of Economic Development, and Northrop Grumman Ship Systems (NGSS) for the purpose of maintaining employment levels at Avondale Shipyards of NGSS. To facilitate that purpose, JFI issued \$40,615,000 of taxable certificates of participation to be used to finance the cost of acquiring and installing property and equipment for use by NGSS at its Avondale operations site in Jefferson Parish. These certificates are secured by a pledge of all rights and interests of JFI in, to and under the Cooperative Endeavor Agreement.

These certificates are special limited obligations of JFI, payable solely from legally available funds as defined in the Certificates. JFI's source of payments will be funds provided by the State of Louisiana subject to annual appropriation by the State Legislature pursuant to the Cooperative Endeavor Agreement. The Legislature of the State of Louisiana is not required to appropriate or provide funds for this purpose. The Certificates do not constitute a debt or pledge of the general credit or indebtedness of the States. JFI or any political subdivision of the State, and accordingly have not been reported in the financial statements. As of June 30, 2013, the aggregate principal outstanding on these certificates was \$25,245,000.

JEFFERSON FACILITIES, INC.
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2013

Refinancing of LCDA Revenue Bonds

On November 15, 2012, JFI refinanced the LCDA Revenue Bonds for \$7,615,000. In the process, the prior Revenue Bonds were completely paid off. The interest rate changes per annum, but shall vary between 1.000% and 5.000%.

JEFFERSON FACILITIES, INC.
STATEMENT OF FINANCIAL POSITION
JUNE 30, 2013

ASSETS	
Current Assets	
Cash and Cash Equivalent	\$ 152,115
Non-current Assets	
Deferred Amount on Refunding	92,110
Unamortized Issuance Cost	<u>148,749</u>
Total Non-current Assets	<u>240,859</u>
Total Assets	\$ <u>392,974</u>
LIABILITIES	
Current Liabilities	
Accounts Payable	\$ 15,000
Bond Interest Payable	39,299
Loan Payable - Current	360,000
Due to Central Parking	59,173
Due to Jefferson Redevelopment, Inc.	143
Due to Jefferson Parish	<u>143</u>
Total Current Liabilities	<u>\$ 473,758</u>
Non-current Liabilities	
Unamortized Premium on Refund	156,340
Loan Payable - Noncurrent	<u>7,255,490</u>
Total Non-current Liabilities	<u>7,411,830</u>
Total Liabilities	<u>\$7,885,588</u>
NET ASSETS	
Unrestricted (Deficit)	<u>(7,492,614)</u>
Total Net Assets (Excess of Liabilities)	<u>\$ (7,492,614)</u>

The accompanying notes are an integral part of these financial statements.

JEFFERSON FACILITIES, INC.
STATEMENT OF ACTIVITIES, AND CHANGES IN NET ASSETS
JUNE 30, 2013

OPERATING REVENUES:

Parking Garage Revenue	\$ 393,539
Other Revenue	<u>5,248</u>
Total Operating Revenue	<u>398,787</u>

OPERATING EXPENSES:

Accounting	21,530
Amortization	3,102
Auto Mileage	1,594
Bank Service Charges	5,610
Base Management Fees	28,000
Board Compensation	7,950
Bond Trustee Fees	4,500
Contract Sweeping	1,500
Dues & Subscriptions	145
Insurance	65,494
Legal	36,084
Licenses and Permits	467
Miscellaneous	1,839
Office Equipment	7,085
Payroll	123,894
Professional Fees	3,487
Rent	24
Repairs and Maintenance	2,758
Sales Tax	31,945
Sponsorships	27,400
Travel, Meals & Entertainment	<u>1,688</u>
Total Operating Expenses	<u>376,096</u>
Operating Income/(Loss)	22,691

NONOPERATING REVENUES/ (EXPENSE)

Administrative Fee Income	36,000
Bond Interest Expense	<u>(172,340)</u>
Total Non-operating Revenues/ (Expenses)	<u>(136,340)</u>
Income/ (loss) before Contributions and Transfers	<u>(113,649)</u>

CAPITAL TRANSFERS

Capital Transfers In	496,898
Capital Transfers (Out)	<u>(154,236)</u>
Total Capital Transfers In (Out)	<u>342,662</u>

Change in Net Assets	229,013
Net Assets (Excess of Liabilities) at Beginning of Year	<u>(7,721,627)</u>
Net Assets (Excess of Liabilities) at End of Year	<u><u>\$ (7,492,614)</u></u>

The accompanying notes are an integral part of these financial statements.

JEFFERSON FACILITIES, INC.
STATEMENT OF CASH FLOWS
JUNE 30, 2013

CASH FLOWS FROM OPERATING ACTIVITIES:

Cash Received from Parking Garage Operations	\$ 173,055
Other Operating Cash Receipts	738
Cash Payments for Professional Services	(70,572)
Cash Payments for Board Commissions	(7,950)
Cash Payments for Sponsorships	(27,400)
Cash Payments for Other Goods and Services	<u>(36,522)</u>

Net cash provided (used) by operating activities	<u>31,349</u>
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**CASH FLOWS FROM CAPITAL AND RELATED
FINANCING ACTIVITIES:**

Cash Payment to Jefferson Parish	(69,089)
Cash Received from Administrative Fees	<u>36,000</u>

Net cash provided (used) by capital and related financing activities	<u>(33,089)</u>
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NET increase (decrease) in cash and cash equivalents	(1,740)
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CASH AND CASH EQUIVALENTS, beginning of year	<u>153,855</u>
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CASH AND CASH EQUIVALENTS, end of year	<u>\$ 152,115</u>
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SUPPLEMENTAL DISCLOSURES

Interest Paid	\$ 172,340
Income Taxes paid	\$ - 0 -

The accompanying notes are an integral part of these financial statements.

JEFFERSON FACILITIES, INC.
STATEMENT OF CASH FLOWS (continued)
JUNE 30, 2013

Reconciliation of operating income (loss) to net cash provided by operating activities:	
Operating income (loss)	\$ <u>46,896</u>
Adjustments to reconcile operating income to net cash provided (used) by operating activities:	
(Increase) decrease in accounts receivable	(11,032)
Increase (decrease) in interest payable	(10,000)
Increase (decrease) in accounts payable	(4,142)
Increase (decrease) in due to Jefferson Parish	12
Increase (decrease) in due to Jefferson Facilities Inc.	<u>12</u>
 Net cash provided (used) by operating activities	 \$ <u>21,746</u>
 Financing Activities	
 Non Cash Transactions:	
Transfer from Jefferson Parish directly to trustee for debt service	\$ <u>(615,717)</u>

The accompanying notes are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

**JEFFERSON FACILITIES, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2013**

NOTE A - SUMMARY OF SIGNATURE ACCOUNTING POLICIES

Jefferson Facilities, Inc. (JFI) was formed on January 11, 2001 as a private non-profit corporation pursuant to the Louisiana Non-profit Corporation Law (Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as amended). It was established as an economic development corporation, and, particularly the provisions of Chapter 27 of Title 33 of the Louisiana Revised Statutes of 1950, as amended, with the permission of the Parish Council of the Parish of Jefferson, Louisiana, by resolution dated October 18, 2000. The purpose of the corporation is to actively seek interaction through federal, state or local government initiatives or through its own violation or create programs whereby it may best interact and cooperate with other economic development corporations to carry out the purposes for which it is created. The corporation is organized on a non-stock basis and is managed by a three-person Board of Directors who receive a per diem for each meeting to 52 per annum, which is exclusively attributable to sources other than garage revenues, and who may be reimbursed for actual expenses incurred in the performance of JFI business.

1. FINANCIAL REPORTING ENTITY

The entity is a component unit of Jefferson Parish, Louisiana. A component unit is defined as a legally separate organization for which the elected officials of the primary government (Jefferson Parish, Louisiana) are financially accountable. The criteria used in determining whether financial accountability exists include the appointment of a voting majority of an organization's governing board, the ability of the primary government to impose its will on that organization or whether there is a potential for the organization to provide specific financial benefits or burdens to the primary government. Fiscal dependency may also play a part in determining financial accountability.

2. BASIS OF ACCOUNTING

Basis of accounting relates to when revenues and expenditures are recognized in the accounts and reported in the financial statements. Basis of accounting relates to the timing of the measurements made. The activities of JFI is accounted for using the accrual basis of accounting whereby revenues are recognized when earned and expenses are recognized at the time the liability is incurred. The revenues susceptible to accrual are the net due to /from Central Parking Systems (garage management company).

3. ACTIVITIES

The entity engages in activities for the purpose of alleviating conditions of economic distress affecting jurisdictions in which the entity is operative. The affected jurisdiction of the entity is that portion of the Parish of Jefferson, Louisiana, west of the Mississippi River and the geographic location where local economic development activity should be directed to achieve maximum effort, to be designated as an Economic Development Area by the entity and the Parish of Jefferson, shall be coexistent with the boundaries of the Jurisdiction.

**JEFFERSON FACILITIES, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2013**

NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

The initial project undertaken by the corporation was for the development, design, construction and operation of a parking garage and operation of surface parking facilities. In December 2004, in cooperation with the Louisiana Department of Economic Development, JFI issued certificates of indebtedness to pay for a portion of the costs of equipment to be utilized by Northrop Grumman Ship Systems, Inc. (NGSS) at its Avondale Operations in Jefferson Parish.

4. **CASH AND CASH EQUIVALENTS**

Cash and cash equivalents include investments in highly liquid debt instruments with a maturity of three months or less.

5. **NET ASSETS**

Net Assets represent the difference between assets and liabilities. Net assets are reported as restricted when there are limitations imposed on their use either through the enabling legislation adopted by the Parish through restrictions imposed by contracts.

6. **TRANSFERS IN (OUT)**

The agreements between JFI and Jefferson Redevelopment, Inc. and between JFI and Jefferson Parish relative to the leased facilities (Note C) provide for the flow of assets without an equivalent flow of assets in return and without a requirement for repayment. Accordingly, the payments relative to these leases are reported as transfers in (out) in the Statement of Activities and Changes in Net Assets. Administrative and operating expenses of Jefferson Redevelopment, Inc. paid in connection with these leases are also treated and reported as transfers (out) in the Statement of Activities and Changes in Net Assets.

NOTE B - DEPOSITS AND CONCENTRATION OF CREDIT RISK

At June 30, 2013, the carrying amount of JFI's unrestricted deposits was \$152,115 which equaled the bank balances.

NOTE C - LEASED FACILITIES

The parking operations of JFI are conducted in leased facilities which are subject to several agreements described below.

**JEFFERSON FACILITIES, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2013**

NOTE C - LEASED FACILITIES-(continued)

1. COOPERATIVE ENDEAVOR AGREEMENT

JFI entered into a cooperative endeavor agreement with the Parish of Jefferson, Louisiana, and Jefferson Redevelopment, Inc. dated August 1, 2001, which sets forth the representations and obligations that the parties agreed upon to facilitate the development, design, finance, construction and operation of a parking garage. The details of the agreement are outlined below. This agreement was first amended on May 16, 2007, which amendment altered the original cooperative endeavor agreement between these parties, described above, in that it provided for the construction of additional facilities on the leased premises. This agreement was next amended on November 1, 2012, which altered the original cooperative endeavor agreement and amended cooperative endeavor agreement, both described above, in that it provided for the refinance of the Series 2001 Bond and the mortgage securing same

2. SUBLEASE AGREEMENT

The Parish of Jefferson has leased certain tracts of land situated in Jefferson Parish, Louisiana, upon which the parking garage was constructed to Jefferson Redevelopment, Inc., a public benefit non-profit organization. This lease, entered into on August 1, 2001, was modified by an amendment on November 1, 2012 which provided for the refinancing of the Series 2001 bond.

JFI entered into a sublease agreement with Jefferson Redevelopment, Inc. on August 1, 2001, for the land on which the parking garage is built. JFI has the right to use and enjoy the premises for the construction and operation of the parking garage. In consideration of this sublease, JFI agrees, at its own expense, to design, build, maintain and operate a parking garage and agrees to pay rental of one dollar (\$1.00) per month. As additional rent, JFI agrees to pay all amounts owed by Jefferson Redevelopment, Inc. to the Parish under the ground lease (\$1.00) per month and further agrees to pay all administrative and operating expenses of JRI. The garage and improvements are owned by JRI. The sublease was amended on November 1, 2012 to provide for the refinancing of the Series 2001 bonds and to provide not less than 700 parking spaces for use by Jefferson Parish personnel and employees.

JEFFERSON FACILITIES, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2013

NOTE C - LEASED FACILITIES (Continued)

JFI entered into a loan agreement with the Louisiana Local Government Environmental Facilities and Community Development Authority (the Authority) on November 1, 2012. In conjunction with this new loan agreement, which was a refinancing of JFI's debt obligations, the prior-issued Series 2001 bonds of \$9,315,000 were paid off. This payoff cancelled the prior loan agreement. Under the agreement, the Authority issued \$7,615,000 of revenue bonds to finance the garage construction and loaned the proceeds to JFI. JFI is required to make the debt service payments on the bonds directly to the trustee. The lease ends at midnight on August 1, 2031, or the date on which the bond has been paid in full, whichever is later. The total amount of minimum rentals to be paid under the non-cancellable sublease as of June 30, 2013 is (including ground rent payable to the parish).

<u>Future Minimum Lease Payments:</u>	
2014	\$ 24
2015 - 2019	120
2020 - 2024	120
2025 - 2029	120
2030 - 2031	<u>28</u>
Total	<u>\$ 412</u>

The parking garage constructed is owned by Jefferson Redevelopment, Inc. while the bond are outstanding. Upon payment in full of the bond, Jefferson Redevelopment, Inc. shall transfer ownership of the facilities to the Parish.

3. FACILITIES LEASE AGREEMENT

JRI entered into an agreement with Parish of Jefferson, State of Louisiana, to lease to the parish 200 parking spaces as selected by the Parish on August 1, 2001. In May of 2007, an amendment to this agreement provided for additional facilities consisting of an expansion of the parking garage to a total of 931 parking spaces and the use of land for Jefferson Parish to construct an emergency management building. In consideration for the use of the parking spaces, the Parish has contracted with JFI to provide funds to the trustee, which, when combined with rental revenues available from the operation of the parking garage, will be sufficient to pay principal and interest on the bond. The lease payments are due prior to each interest payment date for the bond issued to construct the parking garage. The lease renews automatically each year with the appropriation by the Jefferson Parish Council of amounts sufficient to pay the lease payments.

**JEFFERSON FACILITIES, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2013**

NOTE C - LEASED FACILITIES (Continued)

The obligation of the Parish to make rental payments and to pay any additional payments payable under this facilities lease constitutes a current obligation payable exclusively from legally appropriated funds and shall not be construed to be indebtedness within the meaning of any applicable constitutional or statutory limitation or requirement. The Parish has not pledged its full faith and credit or its taxing power to make any rental payment or any additional payments under this facilities lease. The Parish has the right to be reimbursed on a first priority basis from any excess funds generated by the operations of the parking garage.

The facilities lease agreement was amended on November 1, 2012 to provide for the refinancing of the Series 2001 bond.

NOTE D - LONG-TERM DEBT

As discussed in Note C, on November 12, 2012, JFI entered into a loan agreement with the Louisiana Local Government Environmental Facilities and Community Development Authority to obtain refinancing of \$7,615,000 to refinance prior-issued bond for the design and construct parking facilities at the Gretna Courthouse Complex, Gretna, Louisiana. Financing of the project is through the issuance of Revenue bond (Jefferson Facilities, Inc. - Jefferson Parking Garage Project), Series 2012. The bond have yearly fixed rates of interest at an average yield of 4.55% and are due in varying installments through September 1, 2031.

Proceeds from the bond issuance are used to pay the costs of the project; fund a deposit to the reserve fund, if any; to pay capitalized interest on the bond; and to pay costs of issuance of the bond. Annual debt service for future years ending June 30 is shown below.

Scheduled Annual Debt Service:

<u>YEAR</u>	<u>PRINCIPAL</u>	<u>INTEREST</u>	<u>TOTAL DEBT SERVIC</u>
2013	\$ 0	\$ 117,147	\$ 117,147
2014	320,000	230,694	550,694
2015	320,000	224,294	544,294
2016	330,000	217,894	547,894
2017	335,000	211,294	546,294
2018 - 2022	1,820,000	927,050	2,747,050
2023 - 2027	2,130,000	601,625	2,731,625
2028 - 2031	<u>2,000,000</u>	<u>176,262</u>	<u>2,176,262</u>
	<u>\$ 7,255,000</u>	<u>\$ 2,706,260</u>	<u>\$ 9,961,260</u>

JEFFERSON FACILITIES, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2013

NOTE D - LONG-TERM DEBT (Continued)

JFI is to repay the loan from receipts, revenues, income and other money received from the operation of the parking garage.

LOAN AND ASSIGNMENT AGREEMENT

A Loan and Assignment Agreement dated August 1, 2001 cancelled by and replaced with an agreement dated November 1, 2012, between the Louisiana Local Government Environmental Facilities and Community Development Authority and Jefferson Facilities, Inc. was executed for the benefit of the Trustee for the owners from time to time of the bond whereby JFI consented and agreed to the assignment of its rights, title, and interest in the Facilities Lease Agreement (Note C) and any leases, subleases and use agreements or other similar agreements relating to the Parking Garage, all rents revenues, issues, receipts, and profits derived from the use, operation or occupancy of the Parking Garage, all proceeds of insurance received as a result of any damage to or destruction of the Parking Garage, all amounts received or receivable by the entity as compensation for the transfer of the Parking Garage but only to the extent that such proceeds, award or compensation is not used for the restoration, repair, or reconstruction of the Parking Garage.

MORTGAGE

In an act of mortgage dated August 16, 2001, and amended on November 1, 2012, JFI mortgaged, assigned, affected, pledged and hypothecated in favor of the Bank of New York, as Trustee under the Indenture, its leasehold interest in and to the immovable property under the Sublease Agreement (Note 3), in order to secure the full and punctual payment and performance of the bond.

CAPITALIZED INTEREST

Interest cost incurred to get a capital asset ready for its intended use is capitalized. There was no capitalized interest during the current period.

NOTE E - GARAGE MANAGEMENT

The Parking Garage became operational in August of 2002. JFI entered into a garage management contract with Central Parking System, Incorporated. Central Parking System provides all personnel and maintains controls over cash receipts, accounting procedures, and reporting systems of the garage. JFI reimburses the garage management for allowable operating costs and provides a monthly base management fee. The contract term, initially for five years through August 31, 2007, was renewed under a five-year option through August 31, 2012. After negotiation, a new contract was entered into effective September 1, 2012, which shall be in effect for three years.

JEFFERSON FACILITIES, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2013

NOTE F - ECONOMIC DEPENDENCY

JFI is dependent on the Jefferson Parish Council to renew annually the appropriation of amounts sufficient to pay the bond payments should the entity's profits not be sufficient to meet the bond requirements.

NOTE G - CONDUIT DEBT OBLIGATION

JFI entered into a Cooperative Endeavor Agreement with the State of Louisiana, the Louisiana Department of Economic Development, and Northrop Grumman Ship Systems (NGSS) for the purpose of maintaining employment levels at Avondale Shipyard of NGSS. To facilitate that purpose, JFI issued \$40,615,000 of taxable certificates of participation to be used to finance the cost of acquiring and installing property and equipment for use by NGSS at its Avondale operations site in Jefferson Parish. These certificates are secured by a pledge of all rights and interests of JFI in, to and under the Cooperative Endeavor Agreement.

These certificates are special limited obligations of JFI, payable solely from legally available funds as defined in the Certificates. JFI's source of payments will be funds provided by the State of Louisiana subject to annual appropriation by the State of Louisiana pursuant to the Cooperative Endeavor Agreement. The Legislature of the State of Louisiana is not required to appropriate or provide funds for this purpose. The certificates do not constitute a debt or pledge of the general credit or an indebtedness of the State, JFI or any political subdivision of the State, and accordingly have not been reported in the accompanying financial statements. As of June 30, 2013, the aggregate principal outstanding on these certificates was \$25,245,000.

In connection with this agreement, JFI received fees of \$96,000 at the closing and is to receive additional administrative fees of \$36,000 annually beginning October 1, 2005. The final payment is due October 1, 2021. Amounts received under this agreement are reported in the financial statements as non-operating revenues.

**JEFFERSON FACILITIES, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2013**

NOTE H - SUBSEQUENT EVENTS

Under Jefferson Facilities' Cooperative Endeavor Agreement with Northrop Grumman Shipping Services (HIS), the State and Jefferson Parish sold certificates of participation to purchase equipment which was leased to HIS. Among other things, in return, HIS was to retain a certain level of employment at its Avondale Shipyard in Jefferson Parish. The Cooperative Endeavor Agreement also included penalties and required a payoff of the equipment in the event of a failure to maintain said level of employment. HIS failed to maintain this level of employment, and as a result paid the State of Louisiana the full amount due under the Cooperative Endeavor Agreement. HIS now seeks to have the equipment, which is held by the certificate holders' lien, released. The State insists that they will pay the certificate holders the required funds. The State further maintains that they are not obligated to pay the certificate holders in full at this time; nor are they required to defease the bond. JFI has requested that the certificate holders release the equipment, but the certificated holders have not yet agreed to do this. HIS has threatened litigation if the equipment is not released. There has been no activity in this matter in over two years, and it appears that the status quo will remain for the foreseeable future. Management's attorney believes that JFI need not take action regarding this dispute. It is unlikely that there will be an unfavorable outcome for JFI in this matter due to their passive role in the dispute. Under this Cooperative Endeavor Agreement the State of Louisiana is obligated to reimburse JFI from appropriated funds; therefore, no amounts were recorded in the financial statements relating to this litigation. As of the date this report was released, no law suit has been filed.

Jefferson Facilities Incorporated also refinanced their only outstanding bond on November 1, 2012 with the Series 2012 Bonds.

**JEFFERSON FACILITIES, INC.
BOARD COMPENSATION
FOR THE YEAR ENDED JUNE 30, 2013**

BOARD MEMBERS

	<u>Meals</u>	<u>Compensation</u>	<u>Total</u>
James Juneau, President	\$ 377.49	\$ 2,700.00	\$ 3,077.49
Ross P. Liner, Vice-President	\$ 0	\$ 2,550.00	\$ 2,550.00
Elliot J. Hano, Secretary	\$ 1,565.17	\$ 2,700.00	\$ 3,385.39

VINCENT R. PROTTI, JR., LLC

Certified Public Accountant

Member American Institute Of Certified Public Accountants
The Society of Louisiana CPA's
Government Finance Officers Association

INDEPENDENT AUDITOR REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

Board Members of
Jefferson Facilities, Inc.

I have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Jefferson Facilities Incorporated as of and for the year ended June 30, 2013, and the related notes to the financial statements, and have issued my report thereon dated December 13, 2013.

Internal Control Over Financial Reporting

In planning and performing my audit of the financial statements, I considered Jefferson Facilities Incorporated internal control over *financial reporting (internal control)* to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing my opinion on the effectiveness of Jefferson Facilities Inc. 's internal control. Accordingly, I do not express an opinion on the effectiveness of Jefferson Facilities Inc. 's internal control over financial reporting.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

My consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during my audit I did not identify any deficiencies in internal control that I consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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Gretna, LA 70053

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Jefferson Facilities Inc's financial statements are free of material misstatement, I performed tests of its compliance with certain provisions of laws, regulations, and contracts, noncompliance with which could have a direct and material effect on the determination of financial statements amounts. However, providing an opinion on compliance with those provisions was not an objective of my audit, and accordingly, I do not express such an opinion. The results of my testing disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of my testing of internal control and compliance and the result of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.



Vincent R. Protti Jr., LLC
Certified Public Accountant
Gretna, Louisiana
December 13, 2013

JEFFERSON FACILITIES, INC.
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
JUNE 30, 2013

I have audited the financial statements of Jefferson Facilities Incorporated as of June 30, 2013, and have issued my report thereon dated December 13, 2013. I conducted my audit in accordance with auditing standards applicable to financial audits contained in Governmental Auditing Standards, issued by the Comptroller General of the United States. My audit of the financial statements as of June 30, 2013 resulted in an unqualified opinion.

Section I Summary of Auditor's Reports

Report on Internal Control and Compliance Material to the Financial Statements

	<u>Internal Control</u>	
Material Weakness	No	Other Conditions No

	<u>Compliance</u>	
Compliance Material to Financial Statements	No	

Section II Financial Statement Findings

None